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ECHELON DEAL ANNOUNCEMENT

WINDHAM BRANNON MERGES WITH TARPLEY & UNDERWOOD

Windham Brannon, Tarpley & Underwood Merger Marks Union of Two Leading Local Accounting Firms

January 14, 2011

Atlanta accounting firms Windham Brannon and Tarpley & Underwood today announced their merger. The resulting firm ranks among the Top 10 Atlanta CPA firms with more than 140 staff. The expanded firm will continue as Windham Brannon, P.C., CPAs, which has been serving Atlanta businesses and families for more than a half century.

The merger means an enhanced breadth and depth of services for clients of the combined firms. In addition to the industries where the firm offers specific experience and expertise, the merger brings together complementary practice areas.

"We have known the Tarpley & Underwood people for years, and have always admired them as people and for their commitment to quality work," offered Windham Brannon CEO Charles L. McGimsey. "This is a merger of like-minded cultures and complementary areas of expertise. Windham Brannon has strengthened some key practice areas, and the clients of both firms will benefit from more resources and expanded capabilities."

"The merger expands and extends our capabilities to serve our clients," noted Tarpley & Underwood CEO Jim Underwood. "The additional resources in terms of personnel and expertise allow us to provide greater, more comprehensive services to our clients, and ensures continuity of service long term. Our combined breadth of resources and expertise also means we can compete more effectively in the marketplace."

The merger is a "true merger," added Mr. Underwood, "with continued ownership by both groups."

The two firms share a legacy of providing industry leadership in Georgia throughout their histories. Between the two, seven principals have served as presidents of the Georgia Society of CPAs. Both firms have been recognized repeatedly for their expertise by the accounting profession, and for their contributions, financial as well as intellectual, to the profession and those it serves.

The firms will remain in their current locations, The Peachtree in Midtown and Three Ravinia, "through the current tax season," according to Mr. McGimsey.

ECHELON Partners provided the management of both parties with Valuation & M&A Advisory Services

Tarpley & Underwood

has agreed to a merger with



ECHELON provided the Management of Tarpley & Underwood Financial Advisors and Windham Brannon Financial Group with:

**Valuation and
M&A Advisory Services**
December, 2010



Tarpley & Underwood, founded in 1978, is a full-service CPA firm serving Georgia businesses and individuals with tailored, personal, local service. The firm's areas of expertise include construction, health care, manufacturing and distribution, estate and financial planning, non-profit, technology and transportation.

Windham Brannon, established in 1957, is one of Atlanta's most prestigious independent CPA firms. The firm has been recognized by Accounting Today magazine for the past three consecutive years as one of the nation's Best Accounting Firms to Work For, by the Atlanta Business Chronicle as one of the 50 Best Places to Work in Atlanta, and by Inside Public Accounting as one of America's top 25 CPA firms.

ABOUT ECHELON PARTNERS

ECHELON Partners (ECHELON) was formed in 2001 to offer investment banking and consulting to a subset of the financial services industry known as "investment product developers and distributors" (IPDADs). Since that time, ECHELON's professionals have helped hundreds of senior executives envision, initiate, and execute a multitude of complex business strategies and transactions. ECHELON's business is making companies more valuable through delivering advice and orchestrating transactions. Accordingly, ECHELON measures its success in the enterprise value it creates for its clients. Companies that strive to outperform their peers choose to work with ECHELON because we are as passionate about their results as they are.

Daniel Seivert
CEO & Managing Partner
dseivert@echelon-group.com

Tyler Resh
Principal
tresh@echelon-group.com